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Feb 11/25/09

Attorney for Debtor

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

oOo

IN RE

HOPE EVANGELINE WILLIAMS
dba CHERYL'S APARTMENTS, a
sole proprietorship

BK-N- 09-54139

CHAPTER 11

Hearing Date: OST Pending
and Time: _____

Mtn No. _____

Est Time: 15 Minutes

Debtor(s).

DECLARATION OF HOME WILLIAMS IN SUPPORT OF MOTION FOR
INTERIM AND FINAL ORDER PURSUANT TO 11 U.S.C. §363 AND FED. R.
BANKR. P. RULE 4001(B)(2) TO USE CASH COLLATERAL

Hope Williams, being first duly sworn, deposes and under penalty
of perjury avers:

1. I am a resident of Truckee, California, and over 18 years of
age. This declaration is based on my personal knowledge except for such
matters as are stated on information and belief, and as to those items, I
believe them to be true. This declaration is made in support of the
Motion for Interim and Final Order pursuant to 11 U.S.C. §363 and Fed.
R. Bankr. P. Rule 4001(b)(2) to use cash collateral in the above
referenced proceeding and represents my testimony if called upon to
present same in court.

2. I am a resident of California, but my principal place of
business is Reno, Nevada, which is where I operate the Motel located at

429 Evans Avenue, 447 Evans Avenue and 462 Evans Avenue, Reno, Nevada (herein "The Property").

3. The Property is used as a Motel.

4. On December 31, 2001, I purchased The Property from Mr. Panagiotou. To facilitate this transaction, I assumed the note and deed of trust executed between Mr. Panagiotou and Ms. Cairns. I also executed a note and deed of trust in favor of Mr. Panagiotou in the amount of \$300,000.00.

5. The payments to Ms. Cairns are made to Evergreen Note Servicing. On November 20, 2009 I went to Evergreen and obtained a copy of my payment history. A true and correct copy of that payment history has been attached hereto as Exhibit "1".

6. I have a perfect payment record to Ms. Cairns, with the exception of the June of 2008 payment.

7. The 1997 Note says the payments are due on the 2nd of each month. There is a 15 day grace period.

8. As reflected by the payment history, there was a late charge imposed for the month of June of 2008.

9. I mailed the June of 2008 payment within the 15 day grace period, but for some reason the payment got re-routed to Illinois.

10. I explained what had happened, but despite my perfect payment record, Ms. Cairns refused to waive the late fee, which I promptly paid.

11. The monthly rents on the Motel for October were approximately \$14,000.00. This is a typical month where there are some vacancies. I use these rent monies to pay Ms. Cairns on her first deed of trust. I pay Mr. Panagiotou on his second deed of trust. I also pay for taxes, insurance and utilities for The Property. Those amounts are

1 \$12,745.21 and accurately broken down in the accompanying motion for
2 cash collateral.

3 12. It is my wish to continue to collect and use the rent monies
4 on the following conditions:

5 I shall continue making monthly payments to Ms.
6 Cairns of \$5,508.73 starting for the month of December. I
7 will make these payments within the grace period which is
8 set forth in the original note,

9 I shall continue making monthly payments to Mr.
10 Panagiotou of \$2,000.00,

11 I shall continue paying all utilities, taxes, insurance
12 and other costs associated with maintaining The Property.

13 13. If I am not able to use these rents, I will not be able to pay
14 these ongoing costs of operation and the tenants will leave if any of the
15 services are terminated.

16 14. This bankruptcy was the only way in which I could keep the
17 property. I approached Ms. Cairns and explained that I had always made
18 timely payments under the note. I attempted to reach some sort of
19 accommodation with respect to the October 2, 2009 balloon payment.
20 She refused and would not consider any alternative payment options.

21 15. The grace period for the October payment expired on October
22 17, 2009. On October 29, 2009 Ms. Cairns filed a complaint for judicial
23 foreclosure and an ex-parte motion for a receiver. I believe her sole
24 motivation in doing this is that the rents are almost three times what
25 her payment is on the property and that if she forecloses she not only
26 wipes out the second deed of trust I executed in favor of Mr. Panagiotou,
27 she also gets all of the rents.

28 16. I have filed schedules with this Court which show that I owe
Ms. Cairns \$645,000.00. I have valued The Property at 1.6 million

1 dollars. If I hadn't filed this bankruptcy and Ms. Cairns was successful in
2 her lawsuit, she would have recovered almost one million dollars in
3 equity and monthly rents almost three times the payment on the note.

4 FURTHER YOUR AFFIANT SAYETH NOT

5
6 Dated: This ____ day of _____, 2009

7 Hope Williams
8 Hope Williams

9 Subscribed and sworn to before me
10 this ____ day of _____, 2009

11 Dolores Stigall
12 NOTARY PUBLIC



Exhibit 1

Exhibit 1



Evergreen Note Servicing
Reno Branch

295 Holcomb Avenue, Suite 3, Reno, NV 89502-1085

Payment History Report

Page #: 1

11/20/2009

Page 6 of 7

Account Number 10700001238000
Buyer Name HOPE WILLIAMS
Seller Name CHERYL L CAIRNS
Project Code: 0
Effective Date Between 1/1/2004 To 11/20/2009

Eff. Date	Type	Amount	Principal	Interest	Int. Paid To	Acc. Paid To	Fees	LtChg.Assd.	LtChg.Paid	Reserves Amt	Accrd. Int	Other	Balance	Posted
01/05/2004	Check	\$5,508.73	\$824.48	\$4678.75	01/02/2004	01/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$700987.30	Y
02/09/2004	Check	\$5,508.73	\$829.98	\$4673.25	02/02/2004	02/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$700157.32	Y
03/03/2004	Check	\$5,508.73	\$835.51	\$4667.72	03/02/2004	03/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$698921.81	Y
04/06/2004	Check	\$5,508.73	\$841.08	\$4662.15	04/02/2004	04/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$698480.73	Y
05/07/2004	Check	\$5,508.73	\$846.69	\$4656.54	05/02/2004	05/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$697634.04	Y
06/14/2004	Check	\$5,508.73	\$852.34	\$4650.89	06/02/2004	06/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$696781.70	Y
07/09/2004	Check	\$5,508.73	\$858.02	\$4645.21	07/02/2004	07/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$695923.68	Y
08/10/2004	Check	\$5,508.73	\$863.74	\$4639.49	08/02/2004	08/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$695059.94	Y
09/09/2004	Check	\$5,508.73	\$869.50	\$4633.73	09/02/2004	09/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$694190.44	Y
10/04/2004	Check	\$5,508.73	\$875.29	\$4627.94	10/02/2004	10/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$693315.15	Y
11/15/2004	Check	\$5,508.73	\$881.13	\$4622.10	11/02/2004	11/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$692434.02	Y
12/10/2004	Check	\$5,508.73	\$887.00	\$4616.23	12/02/2004	12/02/2004	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$691547.02	Y
01/13/2005	Check	\$5,508.73	\$892.92	\$4610.31	01/02/2005	01/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$690654.10	Y
02/11/2005	Check	\$5,508.73	\$898.87	\$4604.36	02/02/2005	02/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$689755.23	Y
03/09/2005	Check	\$5,508.73	\$904.86	\$4598.37	03/02/2005	03/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$688850.37	Y
04/14/2005	Check	\$5,508.73	\$910.89	\$4592.34	04/02/2005	04/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$687939.48	Y
05/13/2005	Check	\$5,508.73	\$916.97	\$4586.26	05/02/2005	05/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$687022.51	Y
06/14/2005	Check	\$5,508.73	\$923.08	\$4580.15	06/02/2005	06/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$686099.43	Y
07/12/2005	Check	\$5,508.73	\$929.23	\$4574.00	07/02/2005	07/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$685170.20	Y
08/15/2005	Check	\$5,508.73	\$935.43	\$4567.80	08/02/2005	08/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$684234.77	Y
09/07/2005	Check	\$5,508.73	\$941.66	\$4561.57	09/02/2005	09/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$683293.11	Y
10/14/2005	Check	\$5,508.73	\$947.94	\$4555.29	10/02/2005	10/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$682345.17	Y
11/14/2005	Check	\$5,508.73	\$954.95	\$4548.53	11/02/2005	11/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$681675.22	Y
12/12/2005	Check	\$5,508.73	\$962.70	\$4542.85	12/02/2005	12/02/2005	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$681000.52	Y
01/11/2006	Check	\$5,508.73	\$969.48	\$4537.15	01/02/2006	01/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$680321.04	Y
02/14/2006	Check	\$5,508.73	\$976.29	\$4531.49	02/02/2006	02/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$679636.75	Y
03/14/2006	Check	\$5,508.73	\$983.14	\$4525.81	03/02/2006	03/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$678947.61	Y
04/13/2006	Check	\$5,508.73	\$990.02	\$4520.13	04/02/2006	04/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$678253.59	Y
05/12/2006	Check	\$5,508.73	\$996.93	\$4514.45	05/02/2006	05/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$677554.66	Y
06/12/2006	Check	\$5,508.73	\$1003.88	\$4508.77	06/02/2006	06/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$676850.78	Y
07/12/2006	Check	\$5,508.73	\$1010.87	\$4503.11	07/02/2006	07/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$676141.91	Y
08/07/2006	Check	\$5,508.73	\$1017.89	\$4497.43	08/02/2006	08/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$675428.02	Y
09/13/2006	Check	\$5,508.73	\$1024.95	\$4491.75	09/02/2006	09/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$674709.07	Y
10/12/2006	Check	\$5,508.73	\$1032.04	\$4486.07	10/02/2006	10/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00		\$673985.03	Y

Case 09-54139-gwy Doc 23 Entered 11/25/09 12:53:25

Payment History Report

Page #: 2

Account Number 10700001238000

Buyer Name HOPE WILLIAMS

Seller Name CHERYL L CAIRNS

Project Code: 0

Effective Date Between 1/1/2004 To 11/20/2009

Eff. Date	Type	Amount	Principal	Interest	Int. Paid To	Acc. Paid To	Fees	Lt.Chg.Assd.	Lt.Chg.Paid	Reserves Amt	Acord. Int	Other	Balance	Posted
11/08/2006	Check	\$5,508.73	\$729.17	\$4774.06	11/02/2006	11/02/2006	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$673255.86	Y
12/14/2006	Check	\$5,508.73	\$734.33	\$4768.90	12/02/2006	12/02/2006	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$672521.53	Y
01/16/2007	Check	\$5,508.73	\$739.54	\$4763.69	01/02/2007	01/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$671781.89	Y
02/16/2007	Check	\$5,508.73	\$744.77	\$4758.46	02/02/2007	02/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$671037.22	Y
03/15/2007	Check	\$5,508.73	\$750.05	\$4753.18	03/02/2007	03/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$670287.17	Y
04/13/2007	Check	\$5,508.73	\$755.36	\$4747.87	04/02/2007	04/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$669531.81	Y
05/04/2007	Check	\$5,508.73	\$760.71	\$4742.52	05/02/2007	05/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$668771.10	Y
06/13/2007	Check	\$5,508.73	\$766.10	\$4737.13	06/02/2007	06/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$668005.00	Y
07/10/2007	Check	\$5,508.73	\$771.53	\$4731.70	07/02/2007	07/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$667233.47	Y
08/07/2007	Check	\$5,508.73	\$776.99	\$4726.24	08/02/2007	08/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$666456.48	Y
09/10/2007	Check	\$5,508.73	\$782.50	\$4720.73	09/02/2007	09/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$665673.98	Y
10/15/2007	Check	\$5,508.73	\$788.04	\$4715.19	10/02/2007	10/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$664885.94	Y
11/13/2007	Check	\$5,508.73	\$793.62	\$4709.61	11/02/2007	11/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$664092.32	Y
12/14/2007	Check	\$5,508.73	\$799.24	\$4703.99	12/02/2007	12/02/2007	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$663293.08	Y
01/09/2008	Check	\$5,508.73	\$804.90	\$4698.33	01/02/2008	01/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$662488.18	Y
02/15/2008	Check	\$5,508.73	\$810.61	\$4692.62	02/02/2008	02/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$661677.57	Y
03/13/2008	Check	\$5,508.73	\$816.35	\$4686.88	03/02/2008	03/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$660861.22	Y
04/15/2008	Check	\$5,508.73	\$822.13	\$4681.10	04/02/2008	04/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$660039.09	Y
05/12/2008	Check	\$5,508.73	\$827.95	\$4675.28	05/02/2008	05/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$659211.14	Y
06/20/2008	Check	\$5,508.73	\$833.82	\$4669.41	06/02/2008	06/02/2008	\$5.50	\$275.16	\$0.00	\$0.00	\$0.00	\$0.00	\$658377.32	Y
07/02/2008	Check	\$5,508.73	\$839.72	\$4663.51	07/02/2008	07/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$657537.60	Y
07/29/2008	Check	\$275.16	\$0.00	\$0.00	07/02/2008	07/02/2008	\$0.00	\$0.00	\$275.16	\$0.00	\$0.00	\$0.00	\$656937.60	Y
08/11/2008	Check	\$5,508.73	\$840.17	\$4657.56	08/02/2008	08/02/2008	\$11.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$655845.81	Y
09/09/2008	Check	\$5,508.73	\$851.62	\$4651.61	09/02/2008	09/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$654988.15	Y
10/10/2008	Check	\$5,508.73	\$857.66	\$4645.57	10/02/2008	10/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$654124.42	Y
11/10/2008	Check	\$5,508.73	\$863.73	\$4639.50	11/02/2008	11/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$653254.57	Y
12/09/2008	Check	\$5,508.73	\$869.85	\$4633.38	12/02/2008	12/02/2008	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$652378.56	Y
01/13/2009	Check	\$5,508.73	\$876.01	\$4627.22	01/02/2009	01/02/2009	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$651496.34	Y
02/13/2009	Check	\$5,508.73	\$882.22	\$4621.01	02/02/2009	02/02/2009	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$650607.88	Y
03/13/2009	Check	\$5,508.73	\$888.46	\$4614.77	03/02/2009	03/02/2009	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$649713.12	Y
04/16/2009	Check	\$5,508.73	\$894.76	\$4608.47	04/02/2009	04/02/2009	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$648812.02	Y
05/15/2009	Check	\$5,508.73	\$901.10	\$4602.13	05/02/2009	05/02/2009	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$647904.54	Y
06/15/2009	Check	\$5,508.73	\$907.48	\$4595.75	06/02/2009	06/02/2009	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$646990.63	Y
07/14/2009	Check	\$5,508.73	\$913.91	\$4589.32	07/02/2009	07/02/2009	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$646070.20	Y
08/17/2009	Check	\$5,508.78	\$920.43	\$4582.85	08/02/2009	08/02/2009	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$645143.30	Y
09/16/2009	Check	\$5,508.73	\$926.90	\$4576.33	09/02/2009	09/02/2009	\$5.50	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$644216.87	Y
		\$380377.58	\$56668.48	\$323048.94			\$192.50	\$275.16	\$275.16	\$0.00	\$0.00	\$0.00		